

225187  
May 29, 2009

FILING IS WAIVED

**Via Electronic Filing**

RE: Docket No. AB-55 (Sub-No. 684X), *CSX Transportation, Inc.— Abandonment Exemption—in Shelby County, TN*; Request for Extension of NITU Negotiating Period

Dear Acting Secretary Quinlan:

This request pertains to the ongoing negotiations between and among the Memphis Community Connector ("MCC"), Shelby County ("Shelby County") and CSX Transportation, Inc. ("CSXT") regarding interim trail use and rail banking, pursuant to 16 U.S.C. § 1247(d) (the "Trails Act") and 49 C.F.R. § 1152.29, of the above-captioned line (the "NITU request"), which was filed by the Memphis Community Connector ("MCC" and, together with Shelby County and CSXT, the "Parties") with the Board on October 5, 2007 (the "NITU request").<sup>1</sup> The NITU request covers two segments of the line hereinafter referred to as the "Memphis Segment," which extends from MP ONI 224 (VS 11812+37) to MP ONI 216.92 (VS 11439+97), and the "Cordova Segment," which includes the remainder of the line.

**Memphis Segment Extension Request**

A brief extension of the NITU negotiating period was agreed to by the Parties, but expired on June 22, 2008. Further extensions until November 19, 2008, January 30, 2009, March 31, 2009, and June 30, 2009 were requested and granted by the Board as to the Memphis Segment.

Although the Parties have concluded their negotiation of a Purchase Agreement for the "Memphis Segment," they have not yet been able to complete the various contingencies to consummation of the purchase. The Parties, therefore, request an extension of the NITU negotiating period with respect to the Memphis Segment, until September 30, 2009.

**Cordova Segment Extension Request**

A brief extension of the NITU negotiating period was agreed to by the Parties, but expired on June 22, 2008. Because the Parties desired to concentrate their resources upon the Memphis Segment, they requested and the Board granted a further extension of the NITU as to the Cordova Segment until June 22, 2009.


---

<sup>1</sup> Because Shelby County, TN is a local government entity, the filing fees for this Request are waived pursuant to 49 C.F.R. 1002.2(e)(1).

Because the Parties have not yet consummated their sale and purchase of the Memphis Segment, they have not yet begun their negotiations over the Cordova Segment. In light of the unanticipated time required to conclude the sale and purchase of the Memphis Segment, the Parties request an extension of the NITU negotiating period with respect to the Cordova Segment, until June 30, 2010. This should avoid the need for the same type of repeated extension requests that were required for the Memphis Segment.

The Parties are e-filing this letter. Thank you for your assistance and please feel free to contact any of us via phone or email (as set forth below our respective signatures) if you have any questions.

Very truly yours,



Jeffrey O. Moreno  
Thompson Hine LLP  
1920 N Street, NW  
Washington, DC 20036  
202-263-4107  
Jeff.Moreno@ThompsonHine.com  
*Counsel for Memphis Community Connector  
and Shelby County, TN*

Steven C. Armbrust  
Counsel  
CSX Transportation, Inc.  
500 Water St.  
Jacksonville, FL 32202  
904-359-1229  
Steven\_Armbrust@CSX.com

cc: Parties of Record (via electronic mail)